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**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

**In re:**

**CIRCUIT CITY STORES, INC., et al.**

**Debtors.**

**Chapter 11**

**Case No. 08-35653**

**(Jointly Administered)**

**SECOND AMENDED VERIFIED STATEMENT PURSUANT TO FEDERAL RULE OF  
BANKRUPTCY PROCEDURE 2019 BY DUANE MORRIS LLP**

Pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure, Duane Morris LLP  
("Duane Morris") hereby submits this Verified Statement and represents as follows:

1. On or about November 10, 2008 (the "Petition Date"), Circuit City Stores, Inc. and certain of its affiliates (collectively, the "Debtors") filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code").

2. Duane Morris has previously filed a Verified Statement Pursuant to Rule 2019 on January 8, 2009, listing several individual clients, and also filed an Amended Verified Statement Pursuant to Rule 2019 on November 11, 2009.

3. Duane Morris currently represents the following individual clients (the “Clients”) in the above-captioned bankruptcy cases:

- a. Principal Life Insurance Company and/or certain of its affiliates (“Principal”)  
711 High Street  
Des Moines, IA 50392-0100
- b. Audiovox Corporation (“Audiovox”)  
150 Marcus Blvd.  
Hauppauge, NY 11788
- c. EEG, Inc. (“EEG”)  
396 Pottsville – St. Clair Highway  
Pottsville, PA 17901-3859
- d. Checkpoint Systems, Inc. (“Checkpoint”)  
101 Wolf Drive  
Thorofare, NJ 08086
- e. Korea Export Insurance Corporation (“KEIC”)  
460 Park Avenue  
New York, NY 10022
- f. SIMA Products Corp. (“SIMA”)  
140 Pennsylvania Avenue  
Oakmont, PA 15139

4. The claims and/or interests of Principal arise out of (i) landlord assignments of leases and rents in favor of Principal for certain non-residential real properties leased by the Debtors, and (ii) amounts due and owing to Principal under certain leases of non-residential real properties by the Debtors.

5. The claims and/or interests of Audiovox arise out of certain goods provided to certain of the Debtors by Audiovox.

6. The claims and/or interests of EEG arise out of a lease between EEG and one of the Debtors.

7. The claims and/or interests of Checkpoint arise out of certain agreements for the sale of goods and rendering of services between certain of the Debtors and Checkpoint.

8. The claims of KEIC arise out of its relationship as an insurer of various entities that have direct claims against certain of the Debtors.

9. The claims and/or interests of SIMA arise out of certain goods provided to certain of the Debtors by SIMA.

10. Each of the Clients has requested that Duane Morris LLP represent them in these cases.

11. Duane Morris does not hold any claim against, or own any interest in, the Debtors nor has it at any time held any such claim or owned any such interest.

12. To the extent necessary or required, Duane Morris reserves the right to amend, modify, and/or supplement this verified statement under Federal Rule of Bankruptcy Procedure 2019.

I, Denyse Sabagh, declare under penalty of perjury that I am an attorney at Duane Morris LLP and that I have read the foregoing statement and that it is true and correct to the best of my knowledge, information and belief.

Dated: November 20, 2009

Respectfully submitted,

DUANE MORRIS LLP

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**CERTIFICATE OF SERVICE**

I hereby certify that on this 20th day of November, 2009, a true and accurate copy of the foregoing Second Amended Statement Pursuant to Federal Rule of Bankruptcy Procedure 2019 By Duane Morris LLP was electronically filed with the Clerk of the Bankruptcy Court for the Eastern District of Virginia, Richmond Division, using the CM/ECF system, which thereby caused the above to be served electronically on all registered users of the ECF system that have filed notices of appearance in this matter, and mailed, by U.S. Mail, first class, postage prepaid, to all persons on the attached service list.

/s/ Beth A. Gruppo  
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